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THE ALL-NEW ALL-DIFFERENT

# X-MEN

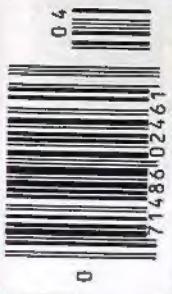


TM  
THE  
NAME IS  
**WARHAWK**,  
MUTANTS--

--AND I'M  
GOING TO  
SLAY YOU WITH  
YOUR OWN  
**DANGER ROOM!**



04



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—AND THANKS TO DAVE COCKRUM FOR A WELCOME ART ASSIST.

# THE 'X'-SANCTION!



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NIGHTCRAWLER'S PITCH IS SHEER PERFECTION--LOW AND INSIDE, JUST SKIRTING THE STRIKE ZONE AND FAST AS A BULLET.

UNFORTUNATELY...



OH, NO--NOT AGAIN! HAVE TO USE MY TELEKINETIC POWERS TO SNAG THE BALL...



THE WINDSHIELD OF A LIGHT PLANE FLYING AT A THOUSAND FEET.



QUIT BABBLIN', JEANNIE! THROW THE FLAMIN' BALL!



HOUSE RULES SAY I GOTTA TAG PETEY T' MAKE THE OUT!



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HE'D BE SURPRISED TO KNOW THAT MOIRA MACTAGGERT IS THINKING ALONG THOSE SAME LINES HERSELF...

...AS SHE RACES THROUGH THE MANSION TO MEET THE UTILITY VAN THAT'S PULLING UP THE DRIVE.

AND NOW, AS BEFORE, HER THOUGHTS TWIST BACK TO DAYS LONG PAST--TO THE DREAMS SHE'D SHARED WITH CHARLES XAVIER...

DING-DONG!

...TO THE NIGHT-MARE THEY HAD BECOME.

BUT THAT, UNFORTUNATELY, IS A STORY FOR ANOTHER TIME.

HULLO! WE'VE BEEN EXPECTIN' GOOD LORD-- HIS FACE! --OH!

SOME-  
THING  
WRONG,  
MA'AM?  
AH...NO! I WAS  
JUST THINKIN'... O'  
SOMETHIN' ELSE.

FOLLOW ME. I'LL SHOW YOU THE MAIN PHONE JUNCTION.

PULL YOURSELF TIGHTER, WOMAN. YOU'VE SEEN PLASTIC SURGERY BEFORE.

THE POOR  
MAN! HE MUST  
GET THIS REACTION A LOT.

CAN'T UNDERSTAND WHAT'S GONE WRONG. EVERYTHING WAS WORKIN' FINE YESTERDAY--

--THEN, PHFFIT!

HERE WE ARE,  
THEN. I'LL --

OH MY GOD!



RIGHT ON THE MONEY! THE DRUG WORKED AS WELL AS THE ...MASTER SAID IT WOULD.

BY THE TIME DR. MACTAGGERT RECOVERS CONSCIOUSNESS, IT'LL BE ALL OVER.

DOESN'T MAKE SENSE, THOUGH.

SHE'S GOT A WORLD-WIDE REP IN GENETICS AND BIO-PHYSICS--

--WHAT'S A WOMAN LIKE THAT DOING PLAYING HOUSEKEEPER TO A BUNCH OF KIDS?

GUESS THAT'S PARTLY WHY I'M HERE. THE MASTER HAS A LOT OF QUESTIONS ABOUT XAVIER AND HIS SCHOOL FOR GIFTED YOUNGSTERS.

I'VE GOT TO FIND THE ANSWERS-- AND FAST!

NO TELLIN' WHEN ANYONE MIGHT COME LOOKING FOR THE WOMAN.

SO FAR, SO GOOD. EVERYONE'S OUT PLAYIN' BALL. I'LL LEAVE THE MONITOR SCREEN ON. ANY OF 'EM HEAD THIS WAY, I'LL KNOW IT.

HERE'S THE COMPUTER CENTER.

SYSTEM LAY-OUT'S PRETTY SIMPLE, WON'T TAKE LONG TO REALIGN THE PRIMARY PROGRAMMING.

WARRHAWK!

LORD ABOVE! MY MIND!!!

THE PAIN WILL PASS, MITCHELL TANNER. IT IS MERELY A REMINDER OF MY POWER.

I SAVED YOU FROM DEATH, MY FRIEND, AND MADE YOU A "SANE" MAN ONCE MORE. ALL I REQUIRE IN RETURN IS THAT YOU SERVE ME.

I...UNDERSTAND, CURSE YOUR NAMELESS, FACELESS SOUL.

I WILL BE WITH YOU ALWAYS, WARRHAWK. FAIL ME-- OR WORSE, BETRAY ME-- AND RETRIBUTION WILL BE SWIFT, AGONIZING... AND FINAL.

BUT SOMEDAY, I'LL BE FREE OF YOU. AND THEN, "MASTER", YOU'LL PAY FOR THIS. I SWEAR IT.

CONTINUED AFTER NEXT PAGE

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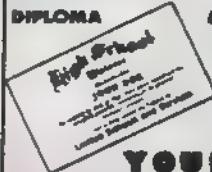
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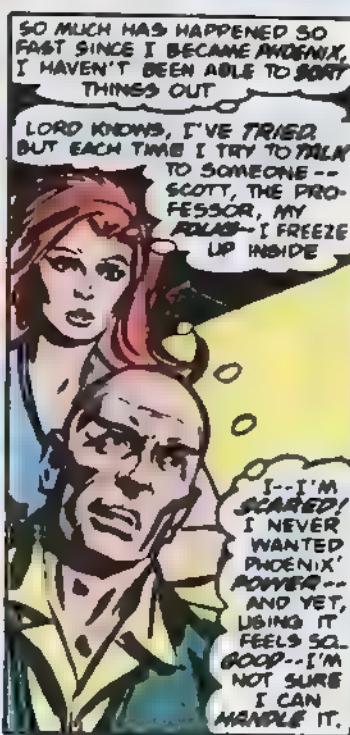
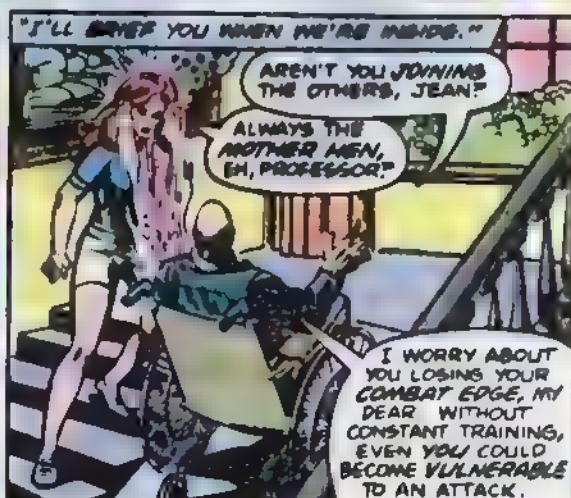
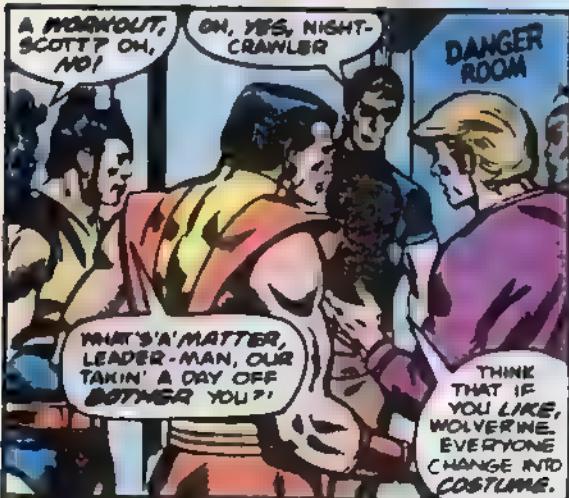
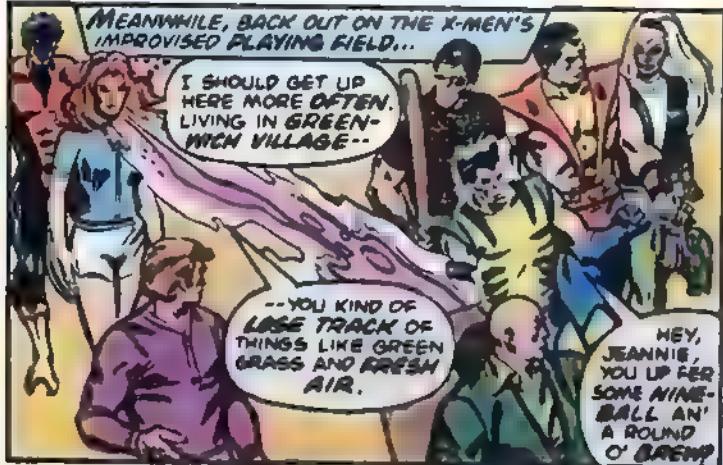
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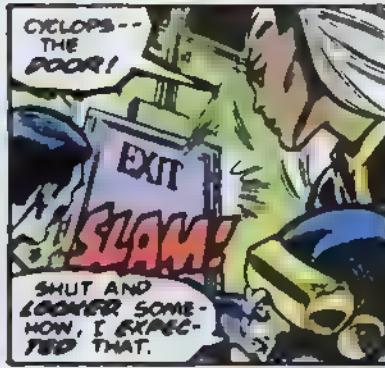
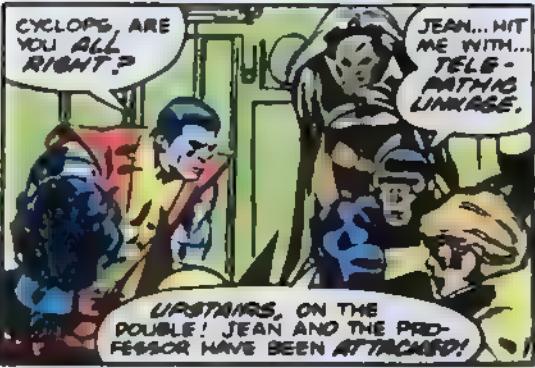
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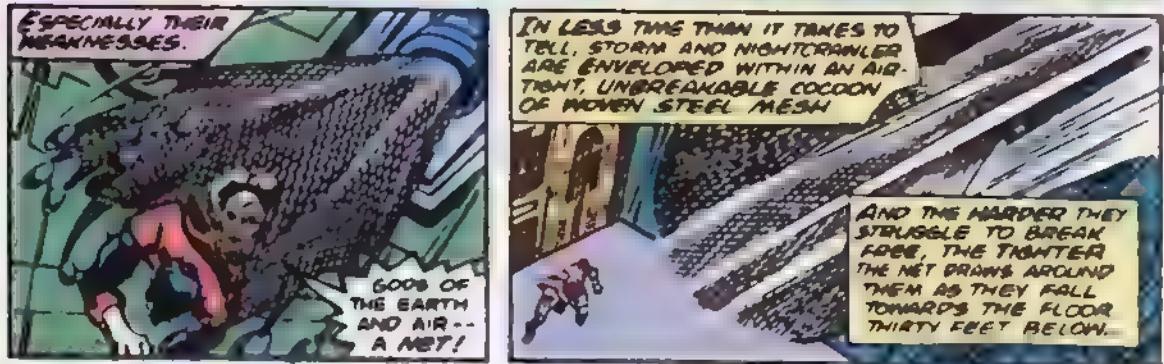
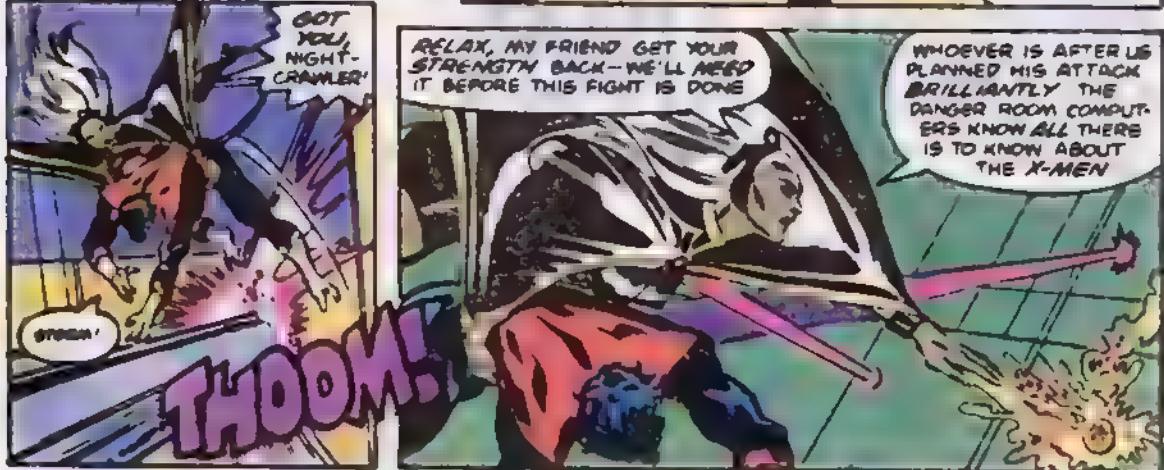
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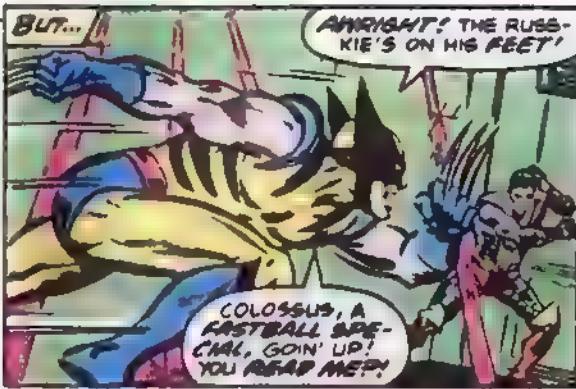
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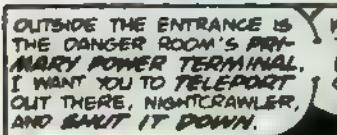




OUTSIDE THE ENTRANCE IS THE DANGER ROOM'S PRIMARAY POWER TERMINAL. I WANT YOU TO TELEPORT OUT THERE, NIGHTCRAWLER, AND SHUT IT DOWN.

WITHOUT POWER, ALL THESE FANCY GADGETS BECOME SO MANY PIECES OF EXPENSIVE JUNK. CAN YOU DO IT?

I CAN TRY.



TAKE WOLVERINE WITH YOU-- JUST IN CASE THERE'S A RECEPTION COMMITTEE WAITING

HOLD TIGHT, WOLVIE THIS IS GOING TO HURT.

I BARELY SURVIVED WHEN I PULLED THIS STUNT WITH PRINCESS LILANDRA. WOLVERINE'S SMALL-- BUT WAY LARGER THAN SHE WAS. THE STRAIN COULD TEAR US APART.

© 1998 MARVEL COMICS GROUP



AS USUAL, THERE'S A CRACK OF FLAME, THE DISGUSTING STENCH OF BRAINSTONE TO MARK THE NIGHTCRAWLER'S PASSING...

...BAMF!

...BUT, THIS TIME, CYCLOPS CAN'T SHAKE THE FEELING THAT AS NIGHTCRAWLER DISAPPEARED...

...HE SCREAMED.

AT THAT MOMENT, SIX FEET AWAY...

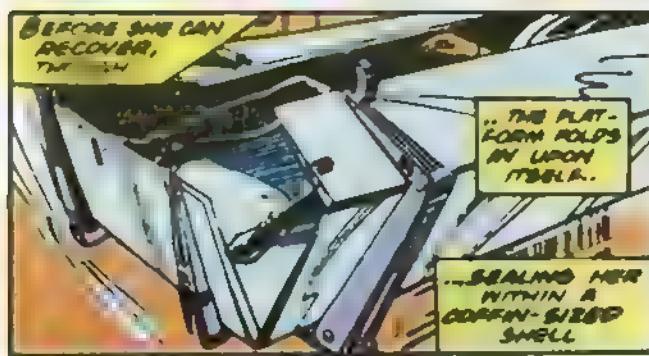
DANGER ROOM  
ENTRANCE

MUST ADMIT... I HAD MY DOUBTS. SOME... TRIP, EH... WOLVIE?

SO TIRED... BODY ALL TWISTED INSIDE. STRAIN WAS ALMOST... MORE THAN I COULD BEAR... BUT WE MADE IT... PAL.

WOLVERINE... D'YOU... HEARD ME? WE...

...MADE IT....







90 MARVEL COMICS GROUP, 575 MADISON AVE, N.Y.C. 10022

## APOLOGIA

As many of you have no doubt noticed, this is the second fill-in issue of the X-Men to be done in recent months. Unlike the previous fill-in (X-MEN #106), however, this one is intentional. It was commissioned over a year ago, and was intended to buy then-X-MEN artist Dave Cockrum an extra two months to get the book on—and, hopefully, ahead—of schedule. As such, it was plotted in sequence with the other issues; indeed, before Dave left the book and John Byrne took over, the job had been slated to be the X-Men's first adventure following the conclusion of the Starjammers/Empire plotline (more on them later in this lettercol). Unfortunately, Dave decided to leave X-MEN—and this is where things started to get a little screwy.

You see, had we run this fill-in as originally scheduled—as X-MEN #109—people could have quite justifiably wondered if we'd suddenly gotten ourselves hooked on a game of musical artists, what with the Bob Brown fill-in being followed by Dave's last issue (#107), then the first Byrne/Terry Austin issue, then all of a sudden another fill in. So, to give the readers a chance to get used to Byrne's style, we bumped this fill-in as far as we could—which, for production reasons, turned out to be only one issue—and the rest is history.

Who says the age of Marvel Madness is all but over? Sometimes, a body gets the feeling it's only just begun!

A couple of final notes: first, the art. When we were planning the fill-in, a number of names were tossed up as potential artists. The lucky devil who got the assignment—to cheers of approval all around—was *Trail-Blazin'* Tony DeZuniga, one of the finest artists in the business today. We had high hopes when we sent out the plot. The result amazed even us.

And, finally, while this issue is a fill-in, the next issue is already penciled—and by the time you read this, will probably be completed. And with any luck—and a discreet nod from the 9th floor Powers-that-Be—X-MEN will probably be monthly!

In the meantime, though, we're running out of lettercol...

Dear Marvel,

I was skimming through the last several issues of X-MEN when a realization suddenly dawned on me. X-MEN is the best comic available today!

The best. Number one.

I have always been an X-Men fan. Before their original cancellation (#66), their stories were always exciting and interesting, and the group enjoyed the graces of some of the industry's most gifted artists. However, those days of derring-do can in no way compare to the majesty that Chris Claremont

and Dave Cockrum are now producing. The saga of Xavier Dream is not just an adventure, but an event—an event whose scope is unparalleled in the history of comics.

Mr. Claremont has gone beyond the usual boundaries of super-heroes and even science fiction to produce a story that truly moves the reader. The plot intricacies and character nuances abound, making the story a complex, multi-dimensional happening that would put a Russian novelist to shame.

Aye, the entire saga of Xavier's Dream is far more than any concept of space beings ever presented before in comics. These combatants are not little green aliens bent on destroying Earth; rather, these are beings of vast culture and civilization, who have developed without the interference—as yet—of Earth. In X-MEN, there are no longer any clear-cut ideas of good and bad, of heroes and villains; rather, everyone is an equal participant in the horror of war. It is entertainment, yes, but its social comment is unavoidable.

Thank you, Mr. Cockrum, Mr. Claremont and Marvel, for producing the finest comic magazine I know. I am eagerly awaiting the soaring climax... and yet, I don't want it to end so quickly...

Richard Roder

Stissing Mountain Rd.  
Pine Plains, NY 12567

Sorry we had to cut so much of your letter, Rich; about this stage in a lettercol, we armadillos become very paranoid about space—or lack of same (oddly enough, though, we spend so much time explaining why we had to cut a letter, that we use up all the flamin' space we meant to save in the first place! *Arrgh!*) It's interesting to note in passing that many of the reasons you cite forliking the book are cited by others for not liking either this specific book or Chris' work in general. Some people want realism, others want fantasy; some like characters who are no longer good or bad, but a mix of both, while others prefer a clear-cut choice. As the saying goes, the vagaries in audience reaction are what make publishing a horse race; if we knew it all in advance, we'd be millionaires.

For those many of you who've inquired about the Starjammers (and, no, they're not *doppelgangers* of the *Fatal Five*, whatever the heck they are)—mostly to deluge us with浪潮 of praise and requests for origins, and maybe even a couple or three issues of MARVEL PREMIERE—all we can say at the moment is... check out next issue's lettercol, where we'll cover the Starjammers in as much depth as we can manage in the hundred-odd lines of type allowed us.

And, while we're on the subject of next issue...

**NEXT ISSUE:** The return of an old X-Man and a couple of old, familiar, villainous faces, as Wolverine's proud boast at the end of this issue gets called in a manner both surprising and horrifying. It's a story with some twists and turns and an ending that'll, hopefully, scare your socks off. See you in sixty, folks, for a session of: "MIND-GAMES!"

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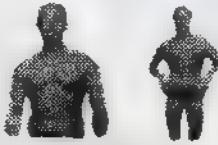
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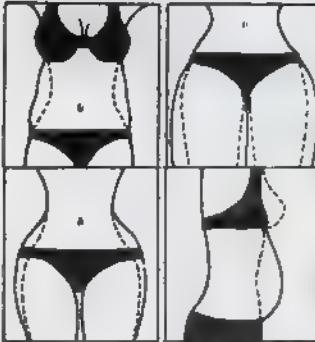
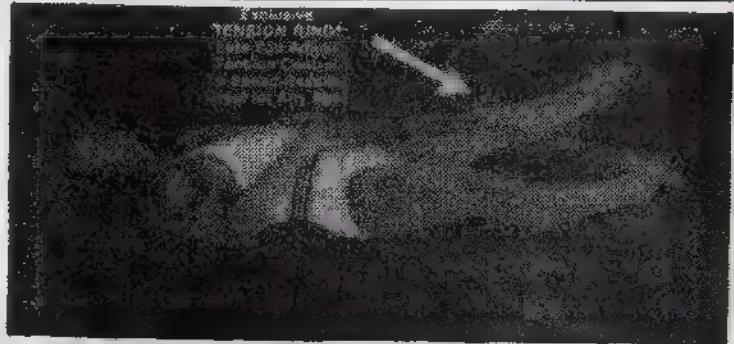


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### IKE BERGER explains SYNOMETRICS™...the new EASY speed method for figure beauty

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### The Science of SYNOMETRICS

I later learned the scientific reason for this amazing result. It's called SYNER-

GYSM—meaning that when you combine two methods the result is greater than the both of them separately. I now call my new discovery SYNOMETRICS and developed a special exercise unit I call the SPEED SHAPER. And that's just what it is... a speed method to give you results in minutes, NOT hours! Now... build yourself a "fantastic looking body" with the incredible SYNOMETRICS—the invention that works on the exciting new scientific concept of ISOTONIC + ISOMETRIC.

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Stan Lee  
Presents

# MARVEL BULLPEN BULLETINS

ARCHIE GOODWIN, Editor • JIM SHOOTER, Associate Editor • ROGER STERN, RALPH MACCHIO, JO DUFFY, JIM SALICRUP, Assistant Editors • ROY THOMAS, MARY WOLFMAN, STEVE GERBER, JACK KIRBY, Consulting Editors • JOHN ROMITA, MARY SEVERIN, Art Directors • JOHN VERPOORTEN, Production Manager • IRVING FORBUSH, Teacher's Pet

STAN'S SOAPBOX

## THIS IS IT!

The world-shaking announcement  
you've been waiting for!



If you've ever wanted to draw your own comic strip, or even if you just wanted to learn the inside story of how it's done, here's where you get your wish! Even as you read these wondrous words with your arms raised, "How to Draw Comics the Marvel Way" is going on sale throughout the nation! It's the only book of its kind which specializes exclusively in showing you how to draw superhero comics—and it shows you how to do it Marvel style! Designed and illustrated by Big John Buscema, it's a visual delight which will dazzle your eyes while it answers virtually any question you could ever dream up about drawing your own comic strip! As for the text, it's written by your truly—but don't let that turn you off—you'll be so busy drooling over the illustrations that not even my little literary lunacy will bother you! And now here's the best part! You can get your happy little hands on "How to Draw Comics the Marvel Way" for only \$8.95 a copy! But please, don't embarrass us with your tearful expressions of undying gratitude! Just promise one thing—after you've read the book (published by good ol' Simon & Schuster, and on sale at better book stores everywhere), and after you've learned our secrets and become the artist you've always longed to be, promise you won't go to work for our competition! And now, as you prepare for the mad dash to your neighborhood book store, I'll head for the hills before you get the idea that I'm trying to sell you something! Or, as the noble Romans might have put it: *In hoc signo vinces!*

Exclusively

Stan

ITEM! When you stroll down the hallowed halls here at mighty Marvel, there's a better than average chance you'll see something out of the ordinary. It could be a writer and artist throwing punches and kicks as they discuss how they're going to handle one of the quiet moments in the latest POWER

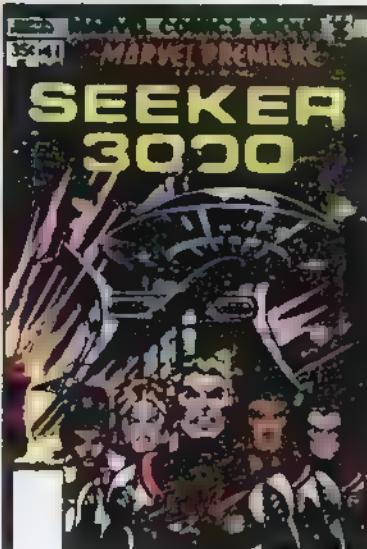
MAN, it could be a shouting match between two stalwarts of the editorial department over whether Magneto is pronounced with a long or short "e", or it could even be our exemplary editor-in-chief ARCHIE GOODWIN doing one of his famous pretzels which have earned him applause and more than a few odd stares at various insignificant social gatherings. Let's face it, it takes quite a bit to surprise the average amber down the corridors of Marvel. But there are some things that stop even our jaded armchairists in their tracks... like rounding a corner in the office and suddenly coming face-to-face with Howard the Duck! Or Spider-Woman. Or Captain America. In the flesh. It actually happens, although for a few moments you always wonder if you've been working too late or too long. How does this come about? Well, mostly through the hard work and effort of our publicist, Nifty NANCY ALLEN and her assistant, Revishing RONI POLLOCK. They're the folks in charge of lining up actors and models to impersonate our coloring characters at a multitude of varied functions, all the way from shopping center openings to state fairs. And just to make certain that their players are correctly costumed, Nancy or Roni usually rush them over to us comic book types for a final opinion on how they look. Hence, sometimes when we least expect it, we suddenly find ourselves eyeball-to-eyeball with a personality right off our printed pages! It's sort of neat... once you get over the shock. But find out for yourselves. Keep an eye and an ear on local advertising. There's no telling when your favorite Marvel superstar may be making a personal appearance. Nancy and Roni are working full-time to bring them your way!

ITEM! You know, one of our favorite TV shows was STAR TREK, and one of our biggest disappointments was that the rights

to do the show as a comic book series have always been tied up. Still, we've had the itch to do a non-superhero oriented s-f strip, and even our sensational STAR WARS book hasn't totally satisfied it. In fact, judging from the cards and letters we're getting, STAR WARS' success has sparked a demand for more! So, we've set Devil May-Care DOUG MOENCH and Titanic TOM SUTTON to work on a science-fiction special for MARVEL PREMIERE #41. It's called SEEKER 3000, and introduces a set of characters forced to depart a doomed earth and find new salvation for humankind in the stars. We think it's out of the ordinary comic fare, and we're more than just a bit excited about it. So set aside the necessary thirty-five cents, it's due your way this January. We're betting you'll find it money well spent!

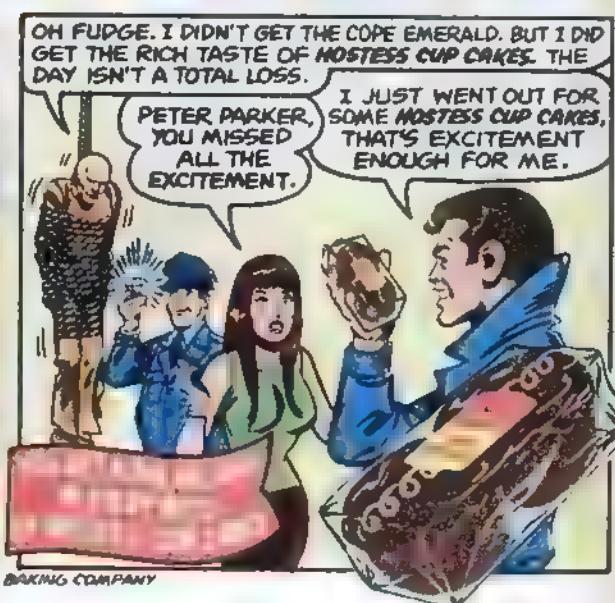
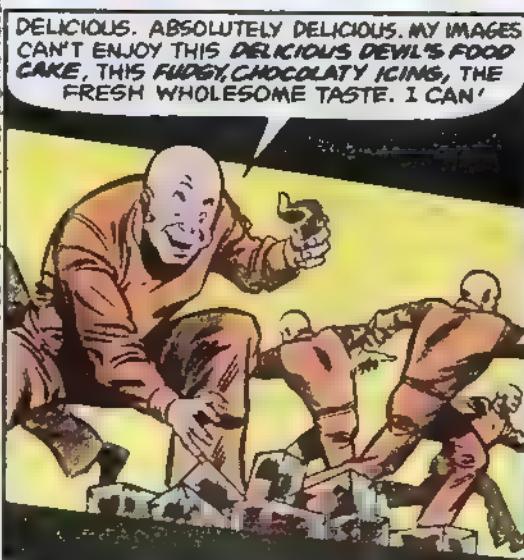
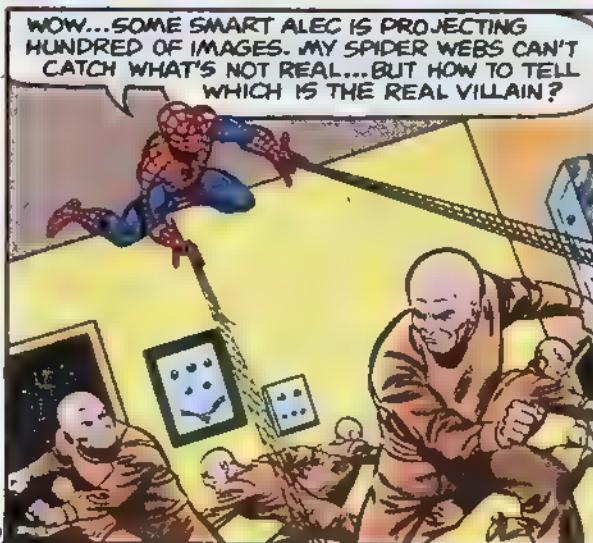
ITEM! Most of the month's comings and goings seem to be in Vice President of Operations, Jolly SALLY BRODSKY's department. Sol's got a new assistant, Bouncing BOB MARCZAK, to help keep our torrent of special merchandising projects (you know, all those books, records, cups, and other products that feature our characters) flowing smoothly. But the Jolly One spent a few misty-eyed moments with his secretary, Lifting LINDA TAXEL, abandoning him for a special project of her own, namely the imminent arrival of her first child. Fortunately, Fetching FLORENCE TUMMINELLO has stepped neatly into the ranks to fill the vacancy. So, a big "welcome" to you, Florence, and to Bob, plus an equally big "we'll miss you and best wishes on the new addition to the family" to Linda!

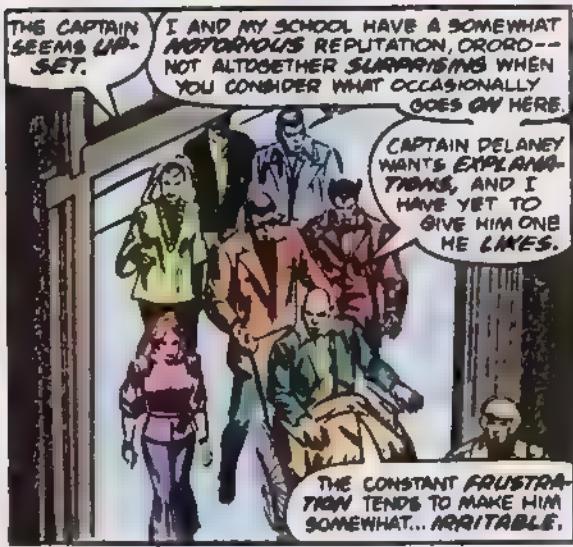
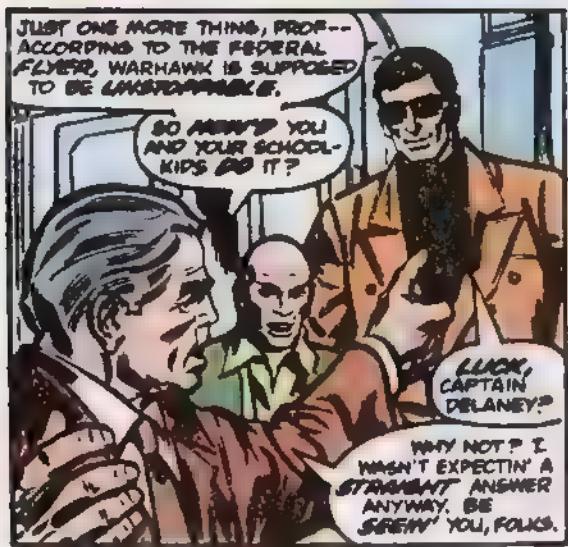
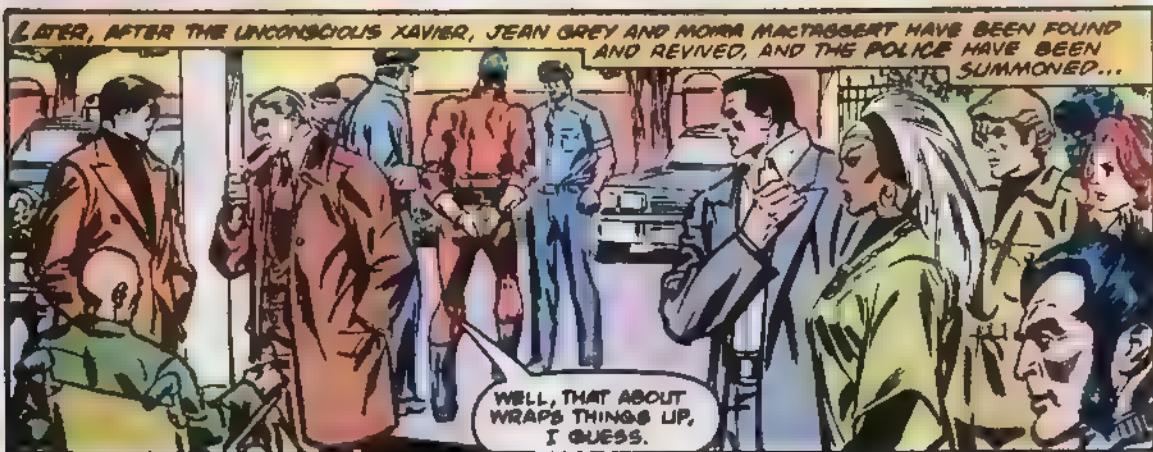
ITEM! If a lot of large "ooohs and aahs" have been echoing out onto Madison Avenue from 575, it may just be because the boisterous Bullpen has started getting a look at some of the original art done by Big JOHN BUSCEMA for the up and coming CONAN THE BARBARIAN comic strip. We don't want to say too much about it here, because Rascally ROY THOMAS, who just happens to be the writer of the strip as well as editor, scribe, and guiding light of all our Conan material, has prepared a special article on the subject for issue #27 of SAVAGE SWORD OF CONAN, which also just happens to be going on sale about this time. The strip, which will run both daily and Sunday, should be appearing sometime in early Spring. Like SPIDER-MAN and HOWARD THE DUCK, it's being distributed by the nice folks of the Register and Tribune Syndicate. We don't have any way of knowing yet which newspapers will carry it, but it might not hurt to ask your local paper if they are considering it. If they're not, your inquiry might just sway them into doing so. Crom will thank you for it!



MAKE MINE  
MARVEL!

# SPIDER-MAN™ "SPOILS A SNATCH"





DESPITE WHAT CAPTAIN DELANEY SAID, WARHAWK IS STILL NO MORE THAN A SECOND-RATE COLOSSUS-- YET HE TOOK ME AS EASILY AS HE DID MOIRA.

I SHOULD HAVE STOPPED HIM--BUT I COULDN'T. WHEN I NEEDED THEM MOST, MY POWERS FAILED ME, AND I DON'T KNOW WHY.

PROFESSOR, I... I'VE CHANGED MY MIND. ABOUT LEAVING, I MEAN. FOR AS LONG AS YOU'LL HAVE ME, YOU'VE GOT YOURSELF ANOTHER X-MAN.

THERE'S MORE TO THIS THAN MEETS THE EYE-- SOMETHING IN JEAN'S VOICE SOUNDS... WRONG. ALMOST SCARED.

BLAST IT, WOMAN, I WANT TO HELP YOU! WHY WON'T YOU TALK TO ME ANYMORE?!

ANY IDEA WHERE WARHAWK CAME FROM, PROFESSOR? OR WHY HE AT-TACKED US?

NONE, SCOTT. ON THE SURFACE, HE SEEMS TO BE JUST ANOTHER SUPER-VILLAIN WHO BEARS THE X-MEN A GRUDGE.

YET, HE WAS TOTALLY SHIELDED AGAINST MINE AND JEAN'S TELEPATHIC MIND-PROBES. AND THE PATTERN OF HIS ATTACK INDICATES WE FACE A FOE WHO KNOWS AS MUCH ABOUT THE MANSION AND ITS DEFENSES AS WE DO OURSELVES.

THE FACT THAT WARHAWK--OR WHO-EVER SENT HIM-- KNOWS ABOUT US AT ALL IS IN ITSELF CAUSE FOR ALARM.

I SENSE GREAT AND POWERFUL FORCES GATHERING AROUND US, X-MEN, AND I FEAR THAT THEY MAY WELL DESTROY US BEFORE THEY'RE THROUGH.

YEAH?!

SNIKT!

WE AIN'T EXACTLY PUSHOVERS, Y'KNOW, PROF.

WE'VE BEAT SOME PRETTY ROUGH CUS-TOMERS. AN' WE CAN DO IT AGAIN.

YOU SAY SOMEONE'S OUT TA SKRAG THE X-MEN--I SAY, LET 'EM TRY!

THEY'LL FIND US READY AN' WAITIN' FOR 'EM!

NEXT ISSUE:

WOLVERINE GETS HIS WISH--AND MAYBE WISHES HE'D KEPT HIS MOUTH SHUT. BYRNE AND AUSTIN RETURN--AND THE X-MEN SIMPLY... DISAPPEAR.

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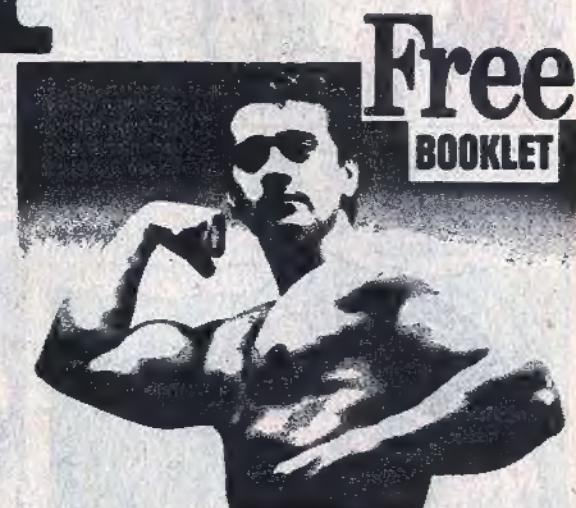
"I was a skinny weakling when I enrolled, now I've gained 30 pounds in just 45 days. I am truly amazed, I'm going to be dynamite on the beach." B. Abbott

"In just 3 weeks I have gained 15" on my arms and 4" on my chest. I have also lost 4" off my waist. Your course is just great!" D. Roberts

"I'm transforming all the fat off my body and changing it into rock-hard muscle. It's amazing - I have lost 8" off my waist. I can actually see my muscles growing from day to day." P. Williams

"I have gained 20 pounds in just 30 days and I have gained over 6 inches on my chest. I find that my power has doubled. In sports I am a winner in everything I do." B. Daniels

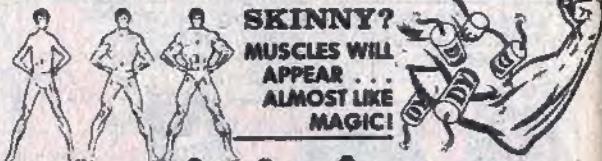
"I have gained 5" on my arms and 12" on my chest, while losing 3" off my waist. I have tripled my power and speed. Thanks for what you have done for me!" M. Robinson



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Tina Doerner  
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Dept. 846  
Lancaster, Pa.  
17604

Or 40% Tax



MAIL ONE COUPON TODAY  
Give the Other to a Friend

AMERICAN SEED CO., 35 N. Prince St.,  
Dept. 846, Lancaster, Pa. 17604

Please send me your Big Prize Book and one order of 45 packs of American Seeds. I'll sell them at 45¢ a pack, send you the money and choose my prize. Send seeds checked.

All Flower Seeds

All Vegetable Seeds

Mixed Vegetable and Flower Seeds

Name \_\_\_\_\_

Address \_\_\_\_\_

Town \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

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